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5 September 2023

### SOLVAY SA ANNOUNCES RESULTS OF MEETINGS IN RESPECT OF THE HYBRID BONDS AND THE 2027 BONDS

On 4 August 2023, Solvay SA (a *naamloze vennootschap/société anonyme*) (the “Existing Issuer”) announced separate invitations, and the convening of separate meetings (each, a “Meeting” and together, the “Meetings”), in respect of each Series of Bonds listed below (each a “Series” and together, the “Bonds”) for holders of Bonds of such Series to consider and, if thought fit, approve, the relevant extraordinary resolution (in respect of each Series, the applicable “Extraordinary Resolution”) (such separate invitations together, the “Consent Solicitations” and in respect of each Series of Bonds, a “Consent Solicitation”).

Separate Meetings in respect of the Hybrid Bonds and the 2027 Bonds were held at the offices of the Existing Issuer at Rue de Ransbeek, 310 1120 Brussels, Belgium earlier today, on 5 September 2023, and the Existing Issuer now announces the results of such Meetings and the satisfaction (or, where applicable, waiver) of the Consent Conditions.

The Consent Solicitations were made on the terms and subject to the conditions contained in the consent solicitation memorandum dated 4 August 2023 (the “Consent Solicitation Memorandum”). Capitalised terms used and not otherwise defined in this announcement have the meanings given in the Consent Solicitation Memorandum.

On 4 September 2023, the Existing Issuer announced that the Consent Solicitation with respect to the 2029 Bonds had been terminated pursuant to the terms of the relevant Consent Solicitation, and therefore the meeting with respect to the 2029 Bonds, which was scheduled to take place today, 5 September 2023, had been cancelled.

Description of each Series of Bonds	ISIN / Common Code	Outstanding nominal amount	Minimum Denomination	Early Participation Fee (as a percentage of the nominal amount of the Bonds)	Quorum and Result
€500,000,000 Undated Deeply Subordinated Fixed to Reset Rate Perp-NC5.5 Bonds <sup>1</sup> (the “Hybrid Bonds”)	BE6324000858 / 222601410	€500,000,000	€100,000	0.25%	Meeting quorate and Extraordinary Resolution passed
€500,000,000 2.750 per cent. Fixed Rate Bonds due 2 December 2027 (the “2027 Bonds”)	BE6282460615 / 132419116	€500,000,000	€100,000	0.25%	Meeting quorate and Extraordinary Resolution passed

<sup>1</sup> The First Call Date in respect of the Hybrid Bonds is 2 December 2025.

## **RESULTS OF THE MEETINGS**

### **Notice is hereby given to:**

- (i) the holders of the Hybrid Bonds that at the Meeting in respect of the Hybrid Bonds, the necessary quorum was achieved, the Extraordinary Resolution was passed and the Eligibility Condition was satisfied; and
- (ii) the holders of the 2027 Bonds that at the Meeting in respect of the 2027 Bonds, the necessary quorum was achieved, the Extraordinary Resolution was passed and the Eligibility Condition was satisfied.

## **WAIVER OF THE IMPLEMENTATION CONDITION AND SATISFACTION OF CONSENT CONDITIONS**

Pursuant to the terms of the relevant Consent Solicitation, the Existing Issuer has the right to waive, in its sole and absolute discretion, the Implementation Condition in relation to such Series.

Notice is hereby given to the holders of the Hybrid Bonds and the 2027 Bonds that the Existing Issuer has decided to waive the Implementation Condition with respect to the Consent Solicitation made in respect of each of the Hybrid Bonds and the 2027 Bonds.

Therefore, the Existing Issuer confirms that in respect of the Hybrid Bonds and the 2027 Bonds the Consent Conditions have been satisfied (or, where applicable, waived).

## **IMPLEMENTATION OF THE RELEVANT EXTRAORDINARY RESOLUTIONS**

The Existing Issuer has decided to implement the Extraordinary Resolutions in respect of the Hybrid Bonds and the 2027 Bonds.

The Existing Issuer will pay, in respect of the Hybrid Bonds and the 2027 Bonds, on the Payment Date (which will be 8 September 2023) the Early Participation Fee or the Ineligible Bondholder Early Payment to Eligible Bondholders or Ineligible Bondholders, as applicable, pursuant to the terms of the relevant Consent Solicitation.

The Supplemental Agency Agreements in respect of the Hybrid Bonds and the 2027 Bonds will be executed by the parties thereto at a later date to be selected by the Existing Issuer.

## **ANNOUNCEMENTS**

In accordance with the Conditions, these results will be delivered by (i) publication on the website of the Luxembourg Stock Exchange ([www.luxse.com](http://www.luxse.com)), (ii) publication on the website of the Existing Issuer and (iii) publication to the Clearing System for communication to Clearing System Participants. It will not be delivered by publication in the Belgian State Gazette, De Tijd and L'Echo and/or the Financial Times. All references in the Consent Solicitation Memorandum shall be construed accordingly.

## **INFORMATION AND TABULATION AGENT**

**For further information please contact:**

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## **DISCLAIMER**

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### **General**

Nothing in this announcement or the Consent Solicitation Memorandum constitutes or contemplates an offer of, an offer to purchase or the solicitation of an offer to sell any security in any jurisdiction by a Bondholder in any circumstances in which such participation is unlawful will not be accepted.